

**Fill in this information to identify your case:**

United States Bankruptcy Court for the:

SOUTHERN DISTRICT OF OHIO

Case number (if known) Chapter 7

☐ Check if this an amended filing

Official Form 201

**Voluntary Petition for Non-Individuals Filing for Bankruptcy**

4/16

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name	<u>Exceptional Innovation, Inc.</u>	
2. All other names debtor used in the last 8 years Include any assumed names, trade names and doing business as names		
3. Debtor's federal Employer Identification Number (EIN)	<u>42-1623444</u>	
4. Debtor's address	Principal place of business  <u>480 Olde Worthington Rd., Suite 350</u> <u>Westerville, OH 43082</u> Number, Street, City, State & ZIP Code  <u>Delaware</u> County	Mailing address, if different from principal place of business  P.O. Box, Number, Street, City, State & ZIP Code  Location of principal assets, if different from principal place of business  Number, Street, City, State & ZIP Code
5. Debtor's website (URL)	<u>http://www.exceptionalinnovation.com</u>	
6. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other. Specify: _____	

Debtor **Exceptional Innovation, Inc.**  
Name

Case number (if known)

**7. Describe debtor's business****A. Check one:**

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

**B. Check all that apply**

- ☐ Tax-exempt entity (as described in 26 U.S.C. §501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. §80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. §80b-2(a)(11))

**C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor.**  
See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.

**8. Under which chapter of the Bankruptcy Code is the debtor filing?****Check one:**

- ☒ Chapter 7
- ☐ Chapter 9
- ☐ Chapter 11. **Check all that apply:**
- ☐ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,566,050 (amount subject to adjustment on 4/01/19 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.
- ☐ Chapter 12

**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**☒ No.☐ Yes.

If more than 2 cases, attach a separate list.

District	_____	When	_____	Case number	_____
District	_____	When	_____	Case number	_____

**10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?**☐ No☒ Yes.

List all cases. If more than 1, attach a separate list

Debtor	<b>The SmarTV Company LLC</b>	Relationship	<b>owned by Debtor</b>
District	<b>SD Ohio</b>	When	<b>2/12/19</b>
		Case number, if known	<b>19-50765</b>

Debtor **Exceptional Innovation, Inc.**  
Name

Case number (if known)

**11. Why is the case filed in this district?***Check all that apply:*

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

**12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?**☒ No☐ Yes. Answer below for each property that needs immediate attention. Attach additional sheets if needed.**Why does the property need immediate attention?** (*Check all that apply.*)☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard? \_\_\_\_\_

☐ It needs to be physically secured or protected from the weather.☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).☐ Other \_\_\_\_\_**Where is the property?** \_\_\_\_\_

Number, Street, City, State &amp; ZIP Code

**Is the property insured?**☐ No☐ Yes. Insurance agency \_\_\_\_\_

Contact name \_\_\_\_\_

Phone \_\_\_\_\_

**Statistical and administrative information****13. Debtor's estimation of available funds***Check one:*

- ☐ Funds will be available for distribution to unsecured creditors.
- ☒ After any administrative expenses are paid, no funds will be available to unsecured creditors.

**14. Estimated number of creditors**☐ 1-49☒ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000**15. Estimated Assets**☐ \$0 - \$50,000☒ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion**16. Estimated liabilities**☐ \$0 - \$50,000☐ \$50,001 - \$100,000☐ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☒ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

Debtor **Exceptional Innovation, Inc.**  
Name

Case number (if known)

**Request for Relief, Declaration, and Signatures****WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature  
of authorized  
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **February 12, 2019**  
MM / DD / YYYY**X /s/ John J. Brannelly**

Signature of authorized representative of debtor

**John J. Brannelly**

Printed name

Title **Board of Directors****18. Signature of attorney****X /s/ J. Matthew Fisher**

Signature of attorney for debtor

Date **February 12, 2019**

MM / DD / YYYY

**J. Matthew Fisher 0067192**

Printed name

**Allen Stovall Neuman Fisher & Ashton LLP**

Firm name

**17 South High Street  
Suite 1220  
Columbus, OH 43215**

Number, Street, City, State &amp; ZIP Code

Contact phone **(614) 221-8500**Email address **fisher@asnfa.com****0067192 OH**

Bar number and State

**ACTION OF THE BOARD OF DIRECTORS OF EXCEPTIONAL  
INNOVATION, INC. TAKEN BY WRITTEN CONSENT IN LIEU OF MEETING**

**FEBRUARY 8, 2019**

***AUTHORIZATION OF FILING CHAPTER 7 BANKRUPTCY***

WHEREAS, Exceptional Innovation, Inc., (the “Company”), an Ohio for-profit corporation, through its duly elected Board of Directors, deems it advisable and in the best interests of the Company, its creditors, and all parties in interest to seek protection under Chapter 7 of Title 11 of the United States Code, and to employ competent professional assistance to guide the Company through its liquidation process.

RESOLVED, that the Company be, and hereby is, authorized to file a petition for relief under Chapter 7 of Title 11 of the United States Code for the Southern District of Ohio, Eastern Division (the “Bankruptcy Proceeding”).

RESOLVED FURTHER, that John J. Brannelly, the President of the Company, (the “Authorized Officer”), on behalf of the Company, be, and hereby is, authorized to execute and file on behalf of the Company any and all petitions for relief, papers, and other documents which are proper and necessary to initiate the Bankruptcy Proceeding, together with any and all other papers and documents incidental thereto.

RESOLVED FURTHER, that the Company be, and hereby is, authorized to retain the law firm of Allen Stovall Neuman Fisher & Ashton LLP as legal counsel to represent it in connection with the Bankruptcy Proceeding.


RESOLVED FURTHER, that the Authorized Officer of the Company, is hereby authorized and directed, after consultation with legal counsel for the Company, to take in the name and on behalf of Company, any and all action as necessary to effect the matters set forth in or reasonably contemplated by the foregoing resolutions, including without limitation the execution and delivery of any additional agreements, certificates, waivers, consents, amendments or other agreements or instruments deemed appropriate by such Authorized Officer, the payment of all fees, including recording and filing fees, and the observance and performance of the Company’s obligations and the enforcement of the Company’s rights thereunder or otherwise with respect to such matters.

RESOLVED FURTHER, that all actions previously taken or that will be taken by the Authorized Officer of the Company in connection with or related to the matters set forth in or reasonably contemplated by the foregoing resolutions be, and each of them hereby is, adopted, ratified, confirmed and approved in all respects as the acts and deeds of the Company.

RESOLVED FURTHER, that any prior resolutions of the Board of Directors to the contrary are hereby superseded and of no further force and effect.

IN WITNESS WHEREOF, this unanimous written consent of the Board of Directors of the Company is hereby executed and adopted as of the date first above written.

BOARD OF DIRECTORS:

  
\_\_\_\_\_  
John J. Brannelly

Andres Umana  
9140 Burnet Ave., #3  
North Hills, CA 91343

ARINC DIRECT  
2551 Riva Road M/S 6-2566  
Annapolis, MD 21401-7465

Billings & Associates, LLC  
P.O. Box 1557  
Westerville, OH 43086

Blueport, Inc.  
2 Annette Road  
Foxboro, MA 02035

CAE SimuFlite Inc  
2929 West Airfield Drive  
DFW Airport  
Dallas, TX 75261-4508

CHEFFY PASSIDOMO  
821 Fifth Ave. South  
Naples, FL 34102

CMC Industrial I, LLC  
P.O. Box 72306  
Cleveland, OH 04419-2002

CSC  
251 Little Falls Drive  
Wilmington, DE 19808-1674

CT Corporation  
3 University Plaza Drive Suite 506  
Hackensack, NJ 07601

Daniel Wolf  
2235 Old East Pine Trail  
Midland, MI 48642

Dell Financial Services  
PO Box 5292  
Carol Stream, IL 60197-5292

Deutsche Bank Trust Company Americas  
60 Wall Stret, 16th Floor  
New York, NY 10005

DLA Piper LLP  
P.o. Box 75190  
Baltimore, MD 21275

Flyingviolin, Inc  
1750 Manhattan Ave.  
Hermosa Beach, CA 90254

GANFER SHORE LEEDS & ZAUDERER LLP  
360 Lexington Avenue  
New York, NY 10017

Internal Revenue Service  
PO Box 7346  
Philadelphia, PA 19101-7346

JC & COMPANY  
125 West Mulberry Street  
Lancaster, OH 43130

JEPPESEN SANDERSON  
55 Inverness Drive East  
Englewood, CO 80016

MedAire  
4722 N 24th St. Ste. 450  
Phoenix, AZ 85016-4854

MERRY KNOWLTON  
1309 Azalea Drive  
Reynoldsburg, OH 43068

Odyssey Electronics, LLC  
5167 wagon Wheel lane  
Columbus, OH 43230

Ohio Atty General, Collec. Enforcement  
Attn: Bankruptcy Unit  
150 East Gay Street, 21st Floor  
Columbus, OH 43215

Ohio Bureau of Workers' Compensation  
Attn. Law Section Bankruptcy Unit  
P.O. Box 15667  
Columbus, OH 43215

Ohio Department of Job & Family Services  
Office of Legal Services  
30 E. Broad Street, 31st Floor  
Columbus, OH 43215

Ohio Department of Taxation  
Attn: Bankruptcy Division  
PO Box 530  
Columbus, OH 43216-0530

Potential Employee Claims  
(to be supplemented; privacy concerns)



Preston Williamson  
2808 Jason Ct  
Thousand Oaks, CA 91362

Ralph Salisbury  
3886 Aztec Ct.  
Simi Valley, CA 93063

Rober Freeman  
4130 E. 5th Ave.  
Midlothian, VA 23113

Robert Greene  
10750 Wilshire Blvd., Suite 406  
Los Angeles, CA 90024

ROCKWELL COLLINS  
400 Collins Road  
Cedar Rapids, IA 52498

Signature Flight Support Corp  
201 South Orange Avenue, Suite 1100  
Orlando, FL 32801

SM Aviation Leasing LLC  
480 Olde Worthington Road, Suite 350  
Columbus, OH 43082

ST INVESTMENT PROPERTIES  
480 Olde Worthington Road, Suite 350  
Columbus, OH 43082

Terry Casto  
411 Walnut St., #2606  
Green Cove Springs, FL 32043

Teterboro Airport  
111 Industrial Ave  
Teterboro,, NJ 07608

The Behal Law Group LLC  
501 South High street  
Columbus, OH 43215

The Immaculate Touch  
365 Boston Post Road, #360  
Columbus, OH 43219

Tonkon Torp LLP  
888 SW Fifth Ave., Suite 1600  
Portland, OR 97204

Treasurer State of Ohio  
c/o Seif & McNamee  
110 E. Emmitt Avenue  
Waverly, OH 45690

**United States Bankruptcy Court  
Southern District of Ohio**

In re **Exceptional Innovation, Inc.**

Debtor(s)

Case No.

Chapter

**7**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Exceptional Innovation, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

**Exceptional Innovation Intermediate BV**  
**c/o Jack Brannelly, Gen. Counsel (GWH)**  
**405 Lexington Ave., 26th Floor**  
**New York, NY 10174**

☐ None [*Check if applicable*]

**February 12, 2019**

Date

**/s/ J. Matthew Fisher**

**J. Matthew Fisher 0067192**

Signature of Attorney or Litigant

Counsel for **Exceptional Innovation, Inc.**

**Allen Stovall Neuman Fisher & Ashton LLP**

**17 South High Street**

**Suite 1220**

**Columbus, OH 43215**

**(614) 221-8500 Fax: (614) 221-5988**

**fisher@asnfa.com**